



**LIPPI SYSTEMS LIMITED**

*Translating Vision into Reality*

**05<sup>th</sup> September, 2024**

To,  
The Department of Corporate Service (DCS-CRD)  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Ref: **LIPPI SYSTEMS LIMITED**

**SECURITY CODE NO.: 526604**

SUB.: **NOTICE OF 31<sup>st</sup> AGM, E-VOTING PERIOD, BOOK CLOSURE /CLOSURE OF TRANSFER BOOKS AND CUT OFF DATE FOR THE PURPOSE OF E-VOTING.**

Dear Sir,

We would like to inform that the 31<sup>st</sup> Annual General Meeting ("AGM 2024") of the members of the Company will be held on Monday, **30<sup>th</sup> September, 2024 at 11:30 AM IST** at Registered Office of the Company situated at 601 & 602, 6th Floor, Shaligram Corporates, Nr. Dishman House, Iscon-Ambli Road, Ahmedabad - 380 058 in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to transact the businesses stated out in the notice of the AGM 2024 annexed herewith.

Further, the Company is providing E-Voting facility (Remote E-Voting) to its Shareholders to exercise their right to vote on the resolution as set out in the Notice of AGM 2024 dated 14<sup>th</sup> August, 2024.

The Remote E-voting begins on Friday, **27<sup>th</sup> September, 2024 (09:00 AM IST)** and will end on Sunday, **29<sup>th</sup> September, 2024 (05:00 PM IST)** both days inclusive.

Further, the Company has fixed Monday, **23<sup>rd</sup> September, 2024** as Cut-Off date to determine the shareholders (holding Equity Shares of the Company in both electronic and physical form) who are eligible to cast their vote electronically during the Remote E-Voting period.

Further, Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management & Administration) Rules, 2014 as amended from time to time and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from 24<sup>th</sup> September, 2024 to 30<sup>th</sup> September, 2024 (both days inclusive) for the purpose of AGM 2024.

The Notice of AGM will also be available on the website of the Company.

You are requested to kindly take the note of the above and display the same on notice of the exchange.

Thanking you,

**For Lippi Systems Limited**

**Nandlal Jaigopal Agrawal**

Managing Director

DIN - 00336556

Regd. Office: 601 & 602, 6th Floor, Shaligram Corporate, Nr. Dishman House, Iscon - Ambli Road, Ahmedabad - 380058.

Telephone : 079-35219264, Email : [cs@lippisystems.com](mailto:cs@lippisystems.com), Website : [www.lippisystems.com](http://www.lippisystems.com)

Factory : Plot No. 540, Ahmedabad - Santej Road, Via Sola & Bhadaj Village, Opp. Manpasand Weigh Bridge, Village - Rakanpur, Tal. Kalol, Dist : Gandhinagar (N. Guj) Pin - 382721. Tel. : 02764-286791, 286792 Fax : 02764-286502

**CIN: L22100GJ1993PLC020382**

## **LIPPI SYSTEMS LIMITED**

(CIN: L22100GJ1993PLC020382)

**NOTICE**

**31st ANNUAL GENERAL MEETING**

### **NOTICE TO MEMBER**

Notice is hereby given that the 31st Annual General Meeting of the members of the Company will be held on Monday, the 30th day of September, 2024 at 11:30 a.m. IST at Registered Office of the Company situated at 601 & 602, 6th Floor, Shaligram Corporates, Nr. Dishman House, Iscon-Ambli Road, Ahmedabad – 380 058, to transact the following businesses:-

### **ORDINARY BUSINESS**

1. To receive, consider, approve and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mr. Nandlal J. Agrawal (DIN: 00336556), who retires by rotation and being eligible offers himself for re-appointment.

### **SPECIAL BUSINESS**

3. APPOINTMENT OF MR. TIRTHRAJ PANDYA (DIN: 08536677) AS A DIRECTOR (NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR) OF THE COMPANY.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152,

## **LIPPI SYSTEMS LIMITED**

160 and 161, the Articles of Association of the Company and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification/(s) or re-enactment/(s) thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification/(s) or reenactment/(s) thereof, for the time being in force) and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as the “the Board” which term shall include any Committee of the Board), Mr. Tirthraj Pandya (DIN: 08536677), who was appointed by the Board of Directors of the Company as an Additional Director (Non-Executive and Non-Independent Director) at their meeting held on 30th March 2024 and who holds office up-to the date of the ensuing Annual General Meeting and further who has submitted a declaration that he has not been debarred from holding the office of a Director or continuing as a Director of Company by SEBI/ MCA or any other authority and also given a consent in the Form DIR 2 to be appointed as a Director in the Company and being eligible, in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, signifying the intention to propose Mr. Tirthraj Pandya (DIN: 08536677) as a candidate for the office of a Director (Non-Executive and Non-Independent Director) of the Company, be and is hereby appointed as a Director (Non-Executive and Non-Independent Director), liable to retire by rotation.

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“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and steps as may be necessary in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Director or Chairman or Company Secretary or Chief Financial Officer, to give effect to the aforesaid resolution.”

4. APPOINTMENT OF MS. APEXA PANCHAL (DIN: 10239502) AS A NON-EXECUTIVE WOMAN INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV, the Articles of Association of the Company and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification/(s) or re-enactment/(s) thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification/(s) or reenactment/(s) thereof, for the time being in force) and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as the “the Board” which term shall

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include any Committee of the Board), Ms. Apexa Panchal (DIN: 10239502), who was appointed by the Board of Directors of the Company as an Additional Woman Director (Non-Executive and Independent Director) and who holds office upto the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of a Non-Executive Woman Independent Director and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and pursuant to Regulation 16(1)(b) of SEBI Listing Regulations and also declared that she has not been debarred from holding the office of Director or continuing as a Director of Company by SEBI/ MCA or any other authority and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI LODR, be and is hereby appointed as a Non-Executive Woman Independent Director, not liable to retire by rotation, on the Board for a first term of five (5) consecutive years w.e.f. 30th May 2024 till 29th May 2029 (both days inclusive).

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and steps as may be necessary in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof or to the Managing Director(s) or Director or Chairman or Company Secretary or Chief Financial Officer, to give

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effect to the aforesaid resolution.”

### **5. RE-APPOINTMENT OF MR. NANDLAL J. AGRAWAL (DIN: 00336556), AS MANAGING DIRECTOR AND FIXED HIS REMMUNARATION**

To Consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary resolution:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, thereof for the time being in force), approval of the Members be and is hereby accorded to the Re-appointment of Mr. Nandlal Jaigopal Agrawal (DIN: 00336556) as “Managing Director” of the Company, with effect from 01/10/2024 for a period of 3 years on the conditions and payment of remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment, subject to the same not exceeding the limits as set out in the annexed statement, Who shall be liable to retire by rotation.”

### **6 RE-APPOINTMENT OF MR. KUNAL N. AGRAWAL (DIN: 00169324), AS WHOLE TIME DIRECTOR AND FIX HIS REMMUNARATION.**

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To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to the appointment of Mr. Kunal N. Agrawal (DIN: 00169324) as Whole-time Director, designated as Executive Director of the Company, for a period of 3 years from 01/10/2024 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem. Who shall be liable to retire by rotation”

7. APPROVAL FOR SALE/DISPOSAL OF IMMOVABLE PROPERTIES OF THE COMPANY PURSUANT TO THE PROVISIONS OF SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 AND REGULATION 37A(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and

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other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, and Regulation 37A(1) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals, consents and permissions obtained/to be obtained from the appropriate third parties including concerned statutory authorities and subject to such terms and conditions as may be imposed by them, and which may be agreed to by the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute for this purpose), to sell, transfer, convey, assign or otherwise dispose of the Company's immovable properties of entire land parcel located at Ahmedabad-Santej Road, Via Sola and Bhadaj Village, Opp, Manpasand Weigh Bridge, Village – Rakanpur, Taluka Kalol, Gandhinagar – 382721, Gujarat together with the attached Building, Structures, Rights, all its attachments, parts and parcels thereon, (hereinafter referred to as “the said property”) to any person(s) and /or entity(ies) as may be determined by the Board, for such consideration and on such terms and conditions as the Board may deem fit in the best interest of the Company.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do such further acts, deeds and things as may be necessary including modifying, finalizing the terms and conditions and executing and registering all such agreements, undertakings, contracts, deeds



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including sale deed, deed of conveyance and other documents on behalf of the Company, file applications and make representation in respect thereof and seek approval from statutory/administrative authorities, financial institutions/banks etc., in this regard as may be applicable and deal with any matters, take necessary steps in this matter as the Board may in its absolute discretion deem necessary, desirable and expedient to give effect to this resolution and to settle any question/difficulty that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution.”

Place: - Ahmedabad  
Date: - 14th August, 2024.

By order of the Board of Directors  
For Lippi Systems Limited

**Nandlal J. Agrawal**  
Chairman & Managing Director  
(DIN: 00336556)

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### **NOTES:**

1. A member entitled to attend and vote at The Meeting is entitled to appoint a Proxy to attend and vote instead of himself and a proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

2. The proxies in order to be effective must be lodged with the company not less than 48 hours before the commencement of the meeting.
3. A route map along with prominent landmark for easy reach to the venue of annual general meeting is annexed with this notice.
4. The Register of Directors, Key Managerial Personnel and their shareholding and register of Contracts or Arrangements in which

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Directors are interested, maintained as per Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

5. The Explanatory Statement pursuant to Regulation 36 (5) the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the Appointment of Statutory Auditor is annexed hereto.
6. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies of Annual Report to the Meeting. No gifts or coupons or any other form of solicitation will be provided at the Annual General Meeting.
7. The Register of Members and Share Transfer books of the company shall remain closed from 24th September, 2024 to 30th September, 2024 (both days inclusive).
8. All documents referred to in the accompanying notice and explanatory statement will be kept open for inspection at the Registered Office of Company on all working days between 11.00 a.m. to 1.00 p.m. prior to date of Annual General Meeting.
9. Members / proxies are requested to bring duly filled attendance slips, sent herewith, to attend the Meeting and proxy holder shall prove his identity at the time of attending the meeting.
10. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged with the Company at any

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time during the business hours of the Company during the period beginning twenty-four (24) hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than three (3) days in writing of the intention to inspect the proxies lodged shall be required to be provided to the Company.

11. Pursuant to Section 101 and 136 of the Act read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. As per provisions of Section 20 of the Act read with Rules thereunder, a document may be served on any member by sending it to him by post or by registered post or by speed post or by courier or by delivering at his office or address, or by such electronic or other mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his / her Depository Participant / the Company's Registrar & Share Transfer Agent from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he shall pay such fees as may be determined by the Company in its Annual General Meeting. In cases, where any member has not registered his / her e-mail address with the Company, the service of documents, etc. will be effected by other modes of service as provided in Section 20 of the Act read with the relevant Rules thereunder.

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12. Those members, who desire to receive notice / financial statement / documents through e-mail, are requested to communicate their e-mail ID and changes thereto from time to time to his / her Depository Participant / the Company's Registrar & Share Transfer Agent, as the case may be;

Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or with RTA (in case of Shares held in physical form).

13. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se, etc. as required to be disclosed as per Companies Act, 2013, Regulation 36 (3) the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2), are provided as Annexure to this notice.

14. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

15. In terms of Regulation 40 of LODR Regulations, except in case of

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transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, all Members holding shares in physical form are requested to demat their shares at the earliest.

16. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them as under:

(a) Members holding shares in physical mode: Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be.

(b) Members holding shares in electronic mode: Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

17. Members may also note that the Notice of the 31st Annual General Meeting and the Annual Report for the financial year 2023 - 24 will also be available on the Company's website for download.

18. Voting through electronic means:

In terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014

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(“the Rules”), as amended and Regulation 44 of LODR Regulations read with SEBI circular dated 9th December, 2020, the Company is providing remote e-voting facility to those members whose names appear in the register of members/list of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on Monday, 23rd September, 2024 being the “cut-off date” fixed for the purpose, to exercise their right to vote at the 31st AGM by electronic means. Members may transact the business through e-voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

The Company is also providing facility for voting by Ballot paper at the venue of the 31st Annual General Meeting apart from providing remote e-voting facility for all those members who are present at the general meeting but have not casted their votes by availing the remote e-voting facility.

### **THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

- Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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- (I) The voting period begins on 27.09.2024 and ends on 29.09.2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to



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enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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Type of shareholders	Login Method
<p><b>Individual Shareholders holding securities in Demat mode with CDSL Depository</b></p>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p><b>Individual Shareholders holding securities in demat mode with NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>

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Type of shareholders	Login Method
	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a> Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

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Login Type	Helpdesk Details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> <u>or</u> contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

## **LIPPI SYSTEMS LIMITED**

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>· If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</p>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the

## LIPPI SYSTEMS LIMITED

Resolution.

- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and

## **LIPPI SYSTEMS LIMITED**

Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@lippisystems.com](mailto:cs@lippisystems.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e - Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

## **LIPPI SYSTEMS LIMITED**

Contact Details:

Company: Lippi Systems Limited

(CIN: L22100GJ1993PLC020382).

601 & 602, 6th Floor, Shaligram Corporates, Nr. Dishman House, Iscon-Ambli Road, Ahmedabad – 380 058, Gujarat, India. E-mail ID: officelippi@gmail.com, cs@lippisystems.com.

Registrar and Transfer Agent: Cameo Corporate Services Limited

"Subramanian Building", 1, Club House Road, Chennai-600002. Phone number: 044-28460390, Fax: 044-28460129. E-mail: investor@cameoindia.com.

E-Voting Agency: Central Depository Services (India) Limited

E-mail ID: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

Scrutinizer: CS Kunal Sharma,

Practicing Company Secretary

E-mail ID: [skunalsharma@gmail.com](mailto:skunalsharma@gmail.com)

Place: - Ahmedabad

Date: - 14th August, 2024.

By order of the Board of Directors

For Lippi Systems Limited

**Nandlal J. Agrawal**

Chairman & Managing Director

(DIN: 00336556)



## LIPPI SYSTEMS LIMITED

### ANNEXURE TO NOTICE

Details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting:

(Pursuant to Regulation 36 (3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015).

Name with Age and Qualifications	Experience	Details of Directorships in other Companies including Listed Companies	Details of Membership of Committees of all the Companies	No of Meetings attended during the Year	Brief Resume of Directors	Disclosure on relationship between Directors Inter-se
Name: Tirthraj Pandya Age: 37 Qualification: Masters of Business Administration	Almost 10 Years of Experience on relevant field	Companies Director; N.A	N.A	5	Mr. Pandya holds a Bachelor Degree of commerce, L.L.B from Gujarat University, masters in commerce and PGDIBO from Indira Gandhi National Open University & PGDIHRM from GLS Institute of Management, Ahmedabad have vast Experience in the field of Legal and practicing lawyer in the High Court of Gujarat.	N.A.

## LIPPI SYSTEMS LIMITED

Name with Age and Qualifications	Experience	Details of Directorships in other Companies including Listed Companies	Details of Membership of Committees of all the Companies	No of Meetings attended during the Year	Brief Resume of Directors	Disclosure on relationship between Directors Inter-se
<p>Name: Apexa Panchal</p> <p>Age: 35</p> <p>Qualification: Masters of Business Administration</p>	<p>Almost 10 Years of Experience on relevant field</p>	<p>Listed: UNICK FIX-A-FORM AND PRINTERS LTD till 31st July, 2024</p> <p>Pvt Ltd companies Director; Nil</p>	<p>N.A</p>	<p>Nil</p>	<p>She holds a degree of bachelor's in commerce, Professional Degree of Company Secretary and Bachelor of Legislative Laws.</p> <p>She has overall Secretarial Experience of more than 10 years of listed entity and having relevant experience in the area of Corporate Laws, Security Laws, Capital Market, Corporate Governance, Finance, Leadership as well as various Compliances under Listing Process, Liaison with Regulatory authorities.</p>	<p>N.A.</p>

## LIPPI SYSTEMS LIMITED

Name with Age and Qualifications	Experience	Details of Directorships in other Companies including Listed Companies	Details of Membership of Committees of all the Companies	No of Meetings attended during the Year	Brief Resume of Directors	Disclosure on relationship between Directors Inter-se
<p>Name: Nandlal J. Agrawal Age: 63 Qualification: Commerce Graduate</p>	<p>Almost 32 Years of Experience on relevant field</p>	<p>Unlisted: Pvt Ltd companies Director; Anokhi Realty Pvt Ltd Satya Satellite Realty Pvt Ltd Satya Priya Realty Pvt Ltd</p>	<p>N.A</p>	<p>5</p>	<p>NandLal J. Agrawal is promoter and MD (KMP) of the company, he is having more than 30 years of Experience on the Managerial and relevant filed He is holding 14,74,895 Equity Shares in the Company.</p>	<p>Father of Kunal Agrawal</p>
<p>Name: Kunal Nandlal Agrawal Age: 37 Qualification: Masters of Business Administration</p>	<p>Almost 10 Years of Experience on relevant field</p>	<p>Unlisted: Pvt Ltd companies Director; SATYA HABITAT PRIVATE LIMITED</p>	<p>N.A</p>	<p>5</p>	<p>Kunal N. Agrawal is promoter and W.T.D (KMP) of the company, he has more than 10 years of Experience on the Managerial and relevant filed. He is holding 10,26,000 Equity Shares in the Company.</p>	<p>Son of Nandlal J. Agrawal.</p>

## **LIPPI SYSTEMS LIMITED**

### **EXPLANATORY STATEMENT**

#### **Item No: 03**

In terms of Section 161(1) of the Companies Act, 2013 ('the Act') and Articles of the Association of the Company, and further on the basis of the recommendations of the Nomination & Remuneration Committee, the Board of Directors at their meeting held on 30th March 2024, has appointed Mr. Tirthraj Pandya (DIN: 08536677) as an Additional Director (Non-Executive and Non-Independent Director) of the Company subject to Shareholders' approval. Pursuant to the provisions of Section 152 and 161 of the Companies Act, 2013 read with the rules made there under Mr Tirthraj Pandya (DIN: 08536677) shall hold office up to the ensuing Annual General Meeting of the Company.

Considering the expertise of Mr. Tirthraj Pandya (DIN: 08536677), the Board recommends his appointment as a Director (Non-Executive and Non-Independent Director), liable to retire by rotation. The Company has received a Notice under Section 160(1) of the Act from a Member signifying his intention to propose the appointment of Mr. Tirthraj Pandya (DIN: 08536677) as Director.

Mr. Tirthraj Pandya (DIN: 08536677) is not disqualified from being appointed as a Director in terms of section 164 of the Act and has given his consent to act as a Director (Non-Executive and Non-Independent Director). He is not debarred from holding the office of a Director (Non-Executive and Non-Independent Director, Professional) by virtue of any SEBI order or any other Authority.

## **LIPPI SYSTEMS LIMITED**

A brief profile of Mr. Tirthraj Pandya (DIN: 08536677) is provided in the Annexure to the Notice as required under SEBI LODR Regulations, 2015.

The Board of Directors recommends the resolution as set out in Item No. 3 of the accompanying notice for the approval of the Shareholders of the Company as an Ordinary Resolution.

Except Mr. Tirthraj Pandya and his relatives, none of the other Directors and/or Key Managerial Personnel of the company and/or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

### **Item No: 04.**

Pursuant to the recommendations of Nomination and Remuneration Committee and in terms of the Section 161(1) of the Companies Act, 2013 ('the Act') and Articles of the Association of the Company, the Board of Directors at their meeting held on 30th May, 2024 has appointed Ms. Apexa Panchal (DIN: 10239502) as an Additional Woman Director (Non-Executive and Independent Director) of the Company for period of 5 years w.e.f 30th May, 2024 subject to Shareholders' approval and which she shall hold office upto the date of ensuing Annual General Meeting of the Company. The Board recommends her appointment as a Non-Executive Woman Independent Director of the Company for a term of 5 (Five) consecutive years commencing from 30th May 2024 till 29th May 2029 (both days inclusive).

## **LIPPI SYSTEMS LIMITED**

Further, her appointment will be in accordance with the requirements under Section 149(10) of the Companies Act, 2013 and with the applicable regulations of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and she will not be subject to liable to retire by rotation.

Considering the qualifications, knowledge and expertise of Ms. Apexa Panchal (DIN: 10239502), the Board recommends her appointment as a Non-Executive Woman Independent Director for a period of 5 years w.e.f 30th May 2024. The Company has received a Notice under Section 160(1) of the Act from a Member signifying his intention to propose the appointment of Ms. Apexa Panchal (DIN: 10239502) as a Women Independent Director.

Ms. Apexa Panchal (DIN: 10239502) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as an Independent Director. The Company has received declaration from Ms. Apexa Panchal (DIN: 10239502) that she meets with the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and regulation 16 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ms. Apexa Panchal (DIN: 10239502) has also given declarations and has confirmed that she has not been convicted of any offence in connection with the promotion, formation and/or management of any Company or LLP and has not been found guilty of any fraud or misfeasance or of any breach of duty to any Company under this Act or

## **LIPPI SYSTEMS LIMITED**

any previous company law in the last five years and that her total directorship in all companies shall not exceed the prescribed number of companies in which a person can be appointed as a director. Ms. Apexa Panchal (DIN: 10239502) has also confirmed that she is not debarred from holding the office of the Director by virtue of any SEBI order and/or any other such authority.

In the opinion of the Board, Ms. Apexa Panchal (DIN: 10239502) fulfils the conditions of Independence as specified in the Act and the SEBI Listing Regulations for her proposed appointment as an Independent Director and is independent of the Management.

Ms. Apexa Panchal (DIN: 10239502) is also Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. Ms. Apexa Panchal (DIN: 10239502) does not hold any Equity Shares in the Company and is not related to any Directors of the Company.

A copy of the letter of appointment of Ms. Apexa Panchal (DIN: 10239502) as a Women Independent Director setting out the terms and conditions would be available for electronic inspection without any fee by the members and will also be available electronically for inspection by the Members during the Extra Ordinary General Meeting.

A brief resume of Ms. Apexa Panchal (DIN: 10239502) is provided in the

**Annexure to the Notice.**

This Statement may also be regarded as a disclosure under the

## **LIPPI SYSTEMS LIMITED**

Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors recommends the resolution as set out in Item No. 4 of the accompanying notice for the approval of the Shareholders of the Company as a Special Resolution.

Except Ms Apexa Panchal and her relatives, none of the other Directors and/or Key Managerial Personnel of the company and/or their respective relatives is in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

### **ITEM NO. 05:**

Mr. Nandlal J. Agrawal (DIN: 00336556) aged 63 years, was recommended to be re-appointed as Managing Director of the company for the period of 3 Years. The Nomination and Remuneration Committee has recommended the payment of remuneration and the Board has Recommend his re-appointment and payment of remuneration to him as a Managing Director of the Company for a further period of 3 (three) years Hence, the Shareholders permission will be required in this meeting, for re-appointment of him for further period of 3 years.

Brief particulars of the term of appointment of and remuneration payable to Mr. Nandlal J. Agrawal are as under.

Salary	Not Exceeding Rs. 20,00,000/-
Perquisites and allowance	Nil



## **LIPPI SYSTEMS LIMITED**

Salary, Perquisites and allowances per annum:

Mr. Nandlal J. Agrawal(DIN: 00336556) hold shares of the Company. He is deemed to be interested in the resolution. None of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested in the resolution Except Mr. Kunal N. Agrawal who is Son of Mr. Nandlal J. Agrawal .

The board commends the Ordinary resolution set out at item 5 of the notice for approval by the members.

### **ITEM NO. 6:**

The Board of Director of the company (“the board”) at its meeting held on 14/08/2024 has, subject to approval of members, recommended to be re-appoint Mr. Kunal N Agrawal (DIN:00169324) As a whole-time Director, designated as executive director, for a further period of 3 years from 01/10/2024.

It is proposed to seek members' approval for the re-appointment and remuneration payable to Mr. Kunal N Agrawal as a Whole time Director, designated as Executive Director of the Company, in terms of the applicable provisions of the Act.

Brief particulars of the term of re-appointment of and remuneration payable to Mr. Kunal N Agrawal are as under.

Salary, Perquisites and allowances per annum:

Salary	Not Exceeding Rs. 20,00,000/- P.A.
Perquisites and allowance	Rs. Nil

Mr. Kunal N. Agrawal hold shares of the Company. He is deemed to be

## **LIPPI SYSTEMS LIMITED**

interested in the resolution. None of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested in the resolution Except Mr. Nandlal J. Agrawal who is Father of Mr. Kunal N. Agrawal.

The board commends the Ordinary resolution set out at item 6 of the notice for approval by the members.

### **Item No: 07.**

The Company proposes to sell the entire land parcel located at Ahmedabad-Santej Road, Via Sola and Bhadaj Village, Opp, Manpasand Weigh Bridge, Village – Rakanpur, Taluka Kalol, Gandhinagar – 382721, Gujarat together with the attached Building, Structures, Rights, all its attachments, parts and parcels thereon, (hereinafter referred to as “the said property”) to any person(s) and /or entity(ies) as may be determined by the Board, for such consideration and on such terms and conditions as the Board may deem fit in the best interest of the Company. Further, the Company is in the process of negotiating the consideration and other terms & conditions with the potential purchaser(s) of the said property. In view of the same, the Board of Directors at its meeting held on 14th August 2024 has, subject to the approval of members of the Company by a special resolution, approved to sell, transfer, convey, assign or otherwise dispose of the Company's immovable property as stated above along with building, structures, rights and fixtures thereon including finalization of the suitable purchaser(s)/ assignee(s) as the case may be, of the said property, the terms and conditions, and finalizing and executing and registering the necessary documents including

## **LIPPI SYSTEMS LIMITED**

agreements, lease deeds, sale deed, agreement for sale, deeds of conveyances and irrevocable powers of attorney etc. and such other documents in the best interest of the Company. The funds realised from the proposed sale shall be used for making investment in forthcoming proposed projects for driving future growth.

The funds realised from the proposed sale shall be used for any or in combination with one or more of the purposes such as to augment the funds for the diversification or entering into new line of business for the Company, for meeting any nature of capital expenditure to be incurred for diversification including to manufacture any new product and also for general corporate purpose.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the Resolution of the Notice for approval of the members by a Special Resolution

Place: - Ahmedabad  
Date: - 14th August, 2024.

By order of the Board of Directors  
For Lippi Systems Limited

**Nandlal J. Agrawal**  
Chairman & Managing Director  
(DIN: 00336556)

## LIPPI SYSTEMS LIMITED

### Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN :- L22100GJ1993PLC020382  
 Name of the company :- LIPPI SYSTEMS LIMITED  
 Registered office :- 601 & 602, 6th Floor, Shaligram Corporates, Nr. Dishman House, Iscon-Ambli Road, Ahmedabad – 380 058

Name of the Member(s):  
 Registered Address :  
 Email Id:  
 Folio No / Client Id :  
 DP Id :

I / we, being the member(s) of Equity Shares of the above named company, hereby appoint

1. Name :- ..... Address :.....  
 Email id :..... Signature:..... or failing him ;
2. Name :- ..... Address :.....  
 Email id :..... Signature:..... or failing him ;
3. Name :- ..... Address :.....  
 Email id :..... Signature:.....

as my / our proxy to attend and vote (on a poll) for me/us and on my /our behalf at the 31<sup>st</sup> Annual General Meeting of the Company, to be held on the 30<sup>th</sup> day of September, 2024 at 11.30 A.M. at registered office of the company Ahmedabad and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS	Optional *	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of financial statements for the year ended 31 <sup>st</sup> March,2024		
2.	Re-appointment of Mr. Nandlal J. Agrawal (DIN: 00336556), who retires by rotation.		
3.	Appointment Of Mr. Tirthraj Pandya (DIN: 08536677) as a Director (Non-Executive And Non-Independent Director) Of The Company.		
4.	Appointment of Ms. Apexa Panchal (Din: 10239502) as a Non-Executive Woman Independent Director of The Company.		
5.	Re-Appointment Of Mr. Nandlal J. Agrawal(DIN: 00336556), as Managing Director And Fixed His Remuneration		
6.	Re-Appointment of Mr. Kunal N. Agrawal (DIN: 00169324), as Whole Time Director And Fix His Remuneration		
7.	Approval For Sale/Disposal Of Immovable Properties Of The Company Pursuant To The Provisions Of Section 180(1)(A) Of The Companies Act, 2013 And Regulation 37a(1) Of The Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015		

# LIPPI SYSTEMS LIMITED

Signed this.....day of.....2024

Signature of Shareholder.....

Signature of Proxy Holder.....

Affix  
Revenue  
Stamp  
Re.1

**Note:**

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the company, not less 48 hours before the commencement of the meeting.*
- 2. For the resolutions, Explanatory statement and Notes, please refer to the notice of the 31<sup>st</sup> Annual General Meeting*
- 3. It is optional to put a "X" in the appropriate column against the resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.*
- 4. Please complete all details including details of member(s) in above box before submission.*

# LIPPI SYSTEMS LIMITED

## Lippi systems Limited

CIN :- L22100GJ1993PLC020382

Registered office :- 601 & 602, 6<sup>th</sup> Floor, Shaligram Corporates, Nr. Dishman House, Iscon-Ambli Road, Ahmedabad – 380 058

E-mail:- [cs@lippisystems.com](mailto:cs@lippisystems.com) web site :- [www.lippisystems.com](http://www.lippisystems.com)

31<sup>st</sup> Annual General Meeting on Monday, 30<sup>th</sup> September, 2024 at 11:30 A.M

### ATTENDANCE SLIP

Folio / DP & Client ID No :

No. of Share held :

Name (s) and Registered Address of Member(s), including joint-holder, if any (in block letters) :

I/We, hereby record my/our presence at the 31<sup>st</sup> Annual General Meeting of the Company held on Monday, 30<sup>th</sup> September, 2024 at 11:30 A.M at 601 & 602, 6th Floor, Shaligram Corporates, Nr. Dishman House, Iscon-Ambli Road, Ahmedabad – 380 059

\_\_\_\_\_  
Member's/Proxy's name in Block Letters

\_\_\_\_\_  
Member's/Proxy's Signature

- Notes :
1. Please fill the name, sign this Attendance Slip and hand it over at the entrance of the Meeting Hall.
  2. Members holding shares in physical form are requested to notify the change in their address, if any, to the Company at its Registered Office, quoting their Folio Number(s). Members holding shares in electronic form may update such details with their respective Depository Participant(s).
  3. Members are requested to bring this slip along with them as duplicate slips will not be issued at the venue of the Meeting.

# LIPPI SYSTEMS LIMITED

## THE ROUTE MAP FOR AGM VENUE :

### Lippi Systems Limited

601 & 602, 6th Floor, Shaligram Corporates,  
Nr. Dishman House, Iscon-Ambli Road,  
Ahmedabad – 380 058.

